

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

IN RE FRANKLIN BANK CORP.  
SECURITIES LITIGATION

Civil Action No. 4:08-CV-1810

**DECLARATION OF JAMES A. HARROD IN SUPPORT OF THE  
MOTION TO APPOINT TODD SEMON AS LEAD PLAINTIFF  
AND TO APPROVE LEAD PLAINTIFF'S CHOICE OF COUNSEL**

I, JAMES A. HARROD, declare under penalty of perjury as follows:

1. I am an attorney duly admitted to the Bar of the State of New York. I am also admitted to practice before the United States District Courts for the Southern and Eastern Districts of New York. I am a partner with the law firm of Wolf Popper LLP, counsel for Todd Semon in the above referenced action.

2. I submit this Declaration in support of the motion of Todd Semon, for an order pursuant to §21D(a)(3)(B) of the Securities Exchange Act of 1934 ("Exchange Act"), as amended by the Private Securities Litigation Reform Act (the "PSLRA"), (1) for the appointment of Todd Semon as Lead Plaintiff and (2) approving his choice of Wolf Popper LLP and Ware, Jackson, Lee & Chambers, L.L.P. as Lead Counsel for the Class.

3. Attached hereto as Exhibit 1 is a true and correct copy of the Certification form of Class member Todd Semon, pursuant to §21D(a)(2)(A) of the Exchange Act.

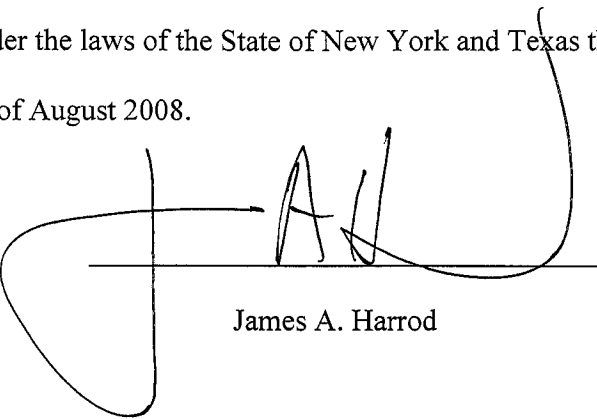
4. Attached hereto as Exhibit 2 is a chart quantifying Todd Semon's loss as a result of his purchases of Franklin Bank Corp. common stock during the Class Period.

5. Attached hereto as Exhibit 3 are copies of press releases dated June 6, 2008 and June 9, 2008, informing investors of securities class actions filed on behalf of certain investors in Franklin Bank Corp.

6. Attached hereto as Exhibit 4 is a true and current copy of the firm resume of Wolf Popper LLP.

7. Attached hereto as Exhibit 5 is a true and current copy of the firm resume of Ware, Jackson, Lee & Chambers, L.L.P.

I declare under penalty of perjury under the laws of the State of New York and Texas that the foregoing is true and correct, this 5<sup>th</sup> day of August 2008.

A handwritten signature in black ink, appearing to read 'J. A. Harrod', is written over a horizontal line. The signature is stylized with large, sweeping loops.

James A. Harrod